

UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

CENGAGE LEARNING, INC., BEDFORD,
FREEMAN & WORTH PUBLISHING GROUP, LLC
d/b/a MACMILLAN LEARNING, MCGRAW HILL
LLC, and PEARSON EDUCATION, INC.,

Plaintiffs,

v.

DOES 1 – 50 d/b/a Library Genesis, bookwarrior,
cdn1.booksdl.org, jlibgen.tk, libgen.ee, libgen.fun,
libgen.gs, libgen.is, libgen.lc, libgen.li, libgen.pm,
libgen.rocks, libgen.rs, libgen.space, libgen.st,
libgen.su, library.lol, and llhf.com,

Defendants.

Civil Action No. 23-cv-08136-CM

DECLARATION OF STEVEN ROSENTHAL

I, Steven Rosenthal, hereby declare, pursuant to 28 U.S.C. § 1746, as follows:

1. I am employed by McGraw Hill LLC (“McGraw Hill”) as Senior Director, Anti-Piracy and Web Security. I have worked for McGraw Hill and its predecessor since October 2014. Among other responsibilities, I focus on enforcement of McGraw Hill’s intellectual property rights, including the protection of its copyrights in connection with online piracy matters.

2. I submit this declaration in support of Plaintiffs’ Motion for Entry of a Default Judgment, Permanent Injunction, and Post-Judgement Relief Order (the “Motion”) against Defendants Does 1-50 d/b/a Library Genesis, bookwarrior,cdn1.booksdl.org,jlibgen.tk, libgen.ee, libgen.fun, libgen.gs, libgen.is, libgen.lc, libgen.li, libgen.pm, libgen.rocks, libgen.rs, libgen.space, libgen.st, libgen.su, library.lol, and llhf.com (collectively, “Defendants”). I have knowledge of the facts stated herein based on personal knowledge and my review of the documents, files, websites, and other items referenced herein. If called upon to do so, I am able to

testify competently to the matters as stated herein.

MCGRAW HILL'S BUSINESS AND VALUABLE WORKS AND MARKS

3. McGraw Hill is one of the leading higher education publishers in the United States. Now based in Ohio, for many years (until May 2022), McGraw Hill was based in New York, New York, where it still has offices and does substantial business. McGraw Hill is committed to creating and publishing copyrighted works that advance learning and, each year, publishes thousands of valuable educational works. Working with authors who are experts in their fields, McGraw Hill develops, markets, distributes, and sells a wide range of educational content and tools to professionals, educators, and students. McGraw Hill's works include physical and digital textbooks, which are among the most popular and widely used titles in their fields. In creating these textbooks, McGraw Hill and its authors engage in an ongoing creative process, collaborating closely to select, plan, create, write, edit, organize, and arrange the content within the textbook, and actively review and update the content based on their expertise, research, and analysis, and the needs of the scholastic community. McGraw Hill also invests significant time and money into publishing its works, including in content creation and in the support, advertisement, marketing, and promotion of its works in the United States. McGraw Hill and its predecessors have a long history in the publishing industry and, through decades of effort, built a reputation for publishing works of the highest quality.

4. McGraw Hill owns or exclusively controls the copyrights in its works or derivative works described in Exhibit A to the Complaint ("Authentic Works"), which are registered with the U.S. Copyright Office. Exhibit A to the Complaint includes the applicable title, edition, copyright registration number, and copyright registration date for each of McGraw Hill's Authentic Works that Defendants have infringed. The Authentic Works included in Exhibit A to the complaint are

by no means an exhaustive list of McGraw Hill's works that Defendants have infringed via the Libgen websites (the "Libgen Sites" or "Sites").

DEFENDANTS' INFRINGING ACTIVITIES

5. On the Libgen Sites, Defendants list over 6,000 files with McGraw Hill identified as the publisher. Accordingly, Defendants have reproduced and distributed an untold number of digital copies of McGraw Hill's textbooks. McGraw Hill has not granted any license or otherwise authorized Defendants or the Sites to reproduce or distribute *any* copies of its copyrighted works.

6. At McGraw Hill's request, a team at Oppenheim + Zebrak, LLP ("O+Z") downloaded copies of the Authentic Works from the Libgen Sites. I confirmed that these files are in fact unauthorized copies of the Authentic Works.

7. McGraw Hill has sent tens of thousands of notices of infringement to Defendants informing them of specific instances of infringement of McGraw Hill's works on the Sites. Defendants have failed to act on the overwhelming majority of those notices.

DEFENDANTS CAUSE SUBSTANTIAL INJURY

8. McGraw Hill invests substantial resources to combat online piracy of its works, which is rampant, and Defendants are among the worst offenders. Defendants compete with McGraw Hill by distributing infringing copies of its works for free. When consumers obtain copies of McGraw Hill's works from the Libgen Sites instead of through legitimate channels, no remuneration is provided to McGraw Hill or its authors for the substantial investments they have made to create and publish the works. Moreover, social media is rife with messages to students instructing or encouraging them to use the Libgen Sites to obtain their textbooks instead of paying for lawful textbooks.

9. Defendants' unlawful conduct also devalues the textbook market. When consumers can acquire textbooks for free, they are less likely to be willing to pay fair value for

them and more likely to be unaware or unappreciative of the substantial time and money invested in producing them. A substantial decline in revenue from sales could cause McGraw Hill to cease publishing certain works.

I declare under penalty of perjury that the foregoing is true and correct.



STEVEN ROSENTHAL

Executed on this 7th day of February 2024.